

EXHIBIT D

UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO DIVISION
 ORACLE CORPORATION, a)
 Delaware corporation, ORACLE)
 USA, INC., a Colorado)
 corporation, and ORACLE)
 INTERNATIONAL CORPORATION, a)
 California corporation,)
 Plaintiffs,)
)
 vs.) CASE NO. 07-CV-01658 (MJJ)
)
 SAP AG, a German)
 corporation, SAP AMERICA,)
 INC., a Delaware corporation,)
 TOMORROWNOW, INC., a Texas)
 corporation, and DOES 1-50,)
 inclusive,)
 Defendants.)

"HIGHLY CONFIDENTIAL"
 ORAL VIDEOTAPED DEPOSITION OF
 TOMORROWNOW BY AND THROUGH SHELLEY NELSON
 VOLUME 2
 DECEMBER 6, 2007

ORAL VIDEOTAPED DEPOSITION OF SHELLEY NELSON, produced as
 a witness at the instance of the Plaintiffs and duly sworn,
 was taken in the above-styled and numbered cause on the 6th
 day of December, 2007, from 9:10 a.m. to 3:53 p.m., before
 Dana Richardson, Certified Shorthand Reporter in and for the
 State of Texas, reported by computerized stenotype machine at
 the offices of Jones Day, 717 Texas, Suite 3300, Houston,
 Texas 77002, pursuant to the Federal Rules of Civil Procedure
 and the provisions stated on the record or attached hereto.
 Job No. 1603-85363

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3 Q. Let's not limit it to the batch process but the --
4 but the entire process that you described where you said you
5 called up, you know, individual client environments. The
6 process of generating the payroll tax updates that you
7 described, does it involve any common development that is
8 applied to the individual local client environments?

9 A. It definitely involves common design. For most of
10 our clients, their code line is different. And, so, the
11 development is -- it's going to be a different object across
12 the different clients. There is a possibility that if a
13 program was seen to be exactly the same between a small subset
14 of clients for a particular release, it's possible that a
15 developer may have used that same program for the different
16 folders versus just using the code.

17 Q. How would you determine whether that had occurred?

18 A. I would ask the developer.

19 Q. Who's the developer for the payroll tax updates since
20 the litigation was filed?

21 A. We have a team of developers.

22 Q. Who is that?

23 A. Ethe'Ann Gary.

24 Q. Anybody else?

25 A. John Geiger; Catherine Hyde; Kristin Paige; Rick

1 Frank; and the development manager, Rod Russell. Oh, also Ed

2 Tong.

3 Q. Has that team changed at all since the litigation was

4 filed?

5 A. Yes.

6 Q. How has it changed?

7 A. We've hired at least one person, John Geiger. I

8 believe that's it.

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